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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DPH HOLDINGS CORP., <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Reorganized Debtors.	:	(Jointly Administered)
	:	
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JOINT STIPULATION AND AGREED ORDER BETWEEN REORGANIZED
DEBTORS AND BRADLEY A. BENNETT AND BARBARA R. BENNETT
ALLOWING PROOF OF CLAIM NUMBER 16591

(BRADLEY A. BENNETT AND BARBARA R. BENNETT)

DPH Holdings Corp. and certain of its affiliated reorganized debtors in the above-captioned cases (collectively, the "Reorganized Debtors") and Bradley A. Bennett and Barbara R. Bennett (the "Claimants") respectfully submit this Joint Stipulation And Agreed Order Between Reorganized Debtors And Bradley A. Bennett and Barbara R. Bennett Allowing Proof Of Claim Number 16591 (Bradley A. Bennett and Barbara R. Bennett) (the "Stipulation") and agree and state as follows:

WHEREAS, on October 8 and 14, 2005, Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, former debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors") filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS, on March 29, 2007, the Claimants filed proof of claim number 16591 (the "Proof of Claim") against Delphi. The Proof of Claim asserts an unsecured non-priority claim in the amount of \$643.64 for reimbursement in connection with the sale of stock (the "Claim").

WHEREAS, on April 27, 2007, the Debtors objected to the Proof of Claim pursuant to the Debtors' Twelfth Omnibus Objection (Procedural) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Duplicate And Amended Claims And (B) Equity Claims (Docket No. 7824).

WHEREAS, on May 24, 2007, the Claimants filed the Response To The Debtors Objection To Claim (Docket No. 8087) ("the Response").

WHEREAS, on October 6, 2009, the Debtors substantially consummated the First Amended Joint Plan Of Reorganization Of Delphi Corporation And Certain Affiliates, Debtors

And Debtors-In-Possession, As Modified (the "Modified Plan"), which had been approved by this Court pursuant to an order entered on July 30, 2009 (Docket No. 18707), and emerged from chapter 11 as the Reorganized Debtors.

WHEREAS, Article 9.6(a) of the Modified Plan provides that "[t]he Reorganized Debtors shall retain responsibility for administering, disputing, objecting to, compromising, or otherwise resolving all Claims against, and Interests in, the Debtors and making distributions (if any) with respect to all Claims and Interests." Modified Plan, art. 9.6.

WHEREAS, to resolve the Twelfth Omnibus Claims Objection with respect to the Claim, the Reorganized Debtors and the Claimants have entered into this Stipulation, pursuant to which the Reorganized Debtors and the Claimants agree that the Claim should be allowed as a general unsecured non-priority claim against DPH Holdings Corp. in the amount of \$643.64.

NOW, THEREFORE, the Reorganized Debtors and the Claimants stipulate and agree as follows:

1. The Claim shall be allowed as a general unsecured non-priority claim against DPH Holdings Corp. in the amount of \$643.64.
2. The Response is hereby deemed withdrawn with prejudice.

3. This Court shall retain original and exclusive jurisdiction to adjudicate any disputes arising from or in connection with this Stipulation.

So Ordered in White Plains, New York, this 14th day of June, 2010

/s/Robert D. Drain
UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

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